# Powermax Minerals Announces Closing of Rights Offering

Toronto, Ontario--(Newsfile Corp. - November 16, 2026) - **Powermax Minerals Inc. (CSE: PMAX) (OTCQB: PWMXF) (FSE: T23)** ("**Powermax**" or the "**Company**") is pleased to announce it has closed (the "**Closing**") its previously announced rights offering to (the "**Rights Offering**") to eligible holders (the "**Shareholders**") of its common shares (each, a "**Common Share**"). At Closing, the Company had 87,019,686 Common Shares issued and outstanding, including 43,509,843 Common Shares issued pursuant to the Rights Offering at a price of $0.01 per Common Share for aggregate gross proceeds of $ 435,098.43.

The Rights Offering expired at 4:00 p.m. (Vancouver time) (the "**Expiry Time**") on November 9, 2026 (the "**Expiry Date**"), after which time unexercised rights (the "**Rights**") became void.

As previously announced, in connection with the Rights Offering, the Company entered into a standby guarantee agreement ("**Standby Agreement**") with 1357508 B.C. Ltd. ("**135 BC Ltd.**") and Bosom Holding Inc. ("**Bosom**" and together with 135 BC Ltd., the "**Standby Guarantors**") pursuant to which the Standby Guarantors agreed to subscribe for such number of Common Shares as necessary to guarantee the Rights Offering resulted in gross proceeds to the Company of not less than $435,098.43 (the "**Standby Guarantee**"), subject to the ownership restrictions set out in the Standby Agreement, including the 9.99% beneficial ownership limitation applicable to each Standby Guarantor, and compliance with applicable securities laws and CSE policies.

As the Additional Subscription Privilege was oversubscribed, the Standby Guarantors did not purchase any Common Shares pursuant to the Standby Guarantee.

In consideration for providing the Standby Guarantee, the Company paid to the Standby Guarantors an aggregate standby fee of $21,754.92 ($10,877.46 to 135 BC Ltd. and $10,877.46 to Bosom) and issued to them an aggregate of 4,350,984 non-transferable Common Share purchase warrants (the "**Bonus Warrants**"), entitling them to purchase (in aggregate) a total of 4,350,984 Common Shares (2,175,492 Bonus Warrants to 135 BC Ltd. and 2,175,492 Bonus Warrants to Bosom), at a price of $0.20 per Common Share at any time prior to 4:00 p.m. (Vancouver time) on November 9, 2029.

No Common Shares were distributed to insiders under the Basic Subscription Privilege nor the Additional Subscription Privilege. 12,438,345 Common Shares were distributed to all other persons as a group under the Basic Subscription Privilege and 31,071,498 Common Shares were distributed to all other persons as a group under the Additional Subscription Privilege. To the knowledge of the Company after reasonable inquiry, no person that was not an insider of the Company before the Rights Offering became an insider as a result of the Rights Offering.

The proceeds of the Rights Offering are expected to be used for exploration expenditures and mineral claim management expenses for the Company's Canadian Projects and general and administrative expenses. The Company will continue to pursue other capital raising initiatives, with the aim of completing another equity financing within three months of completing the Rights Offering.

*The Rights and the underlying Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or the securities laws of any state of the United States. This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities within the United States, and the Rights (a) may not be offered or sold in the United States or to any U.S. person, and (b) may not be exercised within the United States or for the account or benefit of any U.S. person or any person in the United States. "**United States**" and "**U.S. person**" are as defined in Regulation S under the U.S. Securities Act.*

**About Powermax Minerals Inc.**

Powermax (CSE: PMAX) (OTCQB: PWMXF) (FSE: T23) is a Canadian mineral exploration company focused on advancing rare earth element projects. The Company holds an option to acquire the Cameron REE Project in British Columbia and has interests in the Atikokan, Hopkins and Pinard REE properties in Ontario. Powermax also owns a 100% interest in the Ogden Bear Lodge REE Project in Crook County, Wyoming.

**For Further Information**

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**Forward-Looking Information**

*This press release contains forward-looking information within the meaning of Canadian securities laws. Such information includes, without limitation, statements regarding the anticipated use of proceeds. Forward-looking information is generally identifiable by use of words such as "anticipates", "expects", "believes", "plans", "intends", "estimates", "will", "may" or similar expressions. Although the Company believes that such information is reasonable, it can give no assurance that such expectations will prove to be correct.*

*Forward-looking information is based on a number of estimates and assumptions that, while considered reasonable by the Company as of the date of this press release, are inherently subject to significant business, economic and competitive uncertainties and contingencies. These assumptions include, without limitation, receipt of required CSE and other regulatory approvals, anticipated benefits of the Rights Offering or use of the proceeds as anticipated.*

*Known and unknown risks, uncertainties and other factors may cause actual results and future events to differ materially from those expressed or implied by such forward-looking information, including, without limitation, failure to obtain required CSE or other regulatory approvals, dilution to Shareholders who did not exercise their Rights, the Company not realizing the anticipated benefits of the Rights Offering or using the proceeds as anticipated, general business, economic, competitive, political and social uncertainties, the speculative nature of mineral exploration and other risks and uncertainties described in the Company's public filings available on SEDAR+. There can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated. Accordingly, readers should not place undue reliance on forward-looking information. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of newinformation, future events or otherwise, except as required by applicable securities laws.*

***Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.***

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